

**UNITED STATES DISTRICT COURT
MIDDLE DISTRICT OF TENNESSEE
NASHVILLE DIVISION**

IN RE: REALPAGE, INC., RENTAL) Case No. 3:23-md-3071
SOFTWARE ANTITRUST LITIGATION) MDL No. 3071
(NO. II))
) JURY DEMAND
)
) Judge Waverly D. Crenshaw, Jr.
)
) This Document Relates to:
) ALL CASES
)

**PLAINTIFFS' MOTION FOR LEAVE TO SUBMIT FEE AND EXPENSE SUBMISSION
FOR IN CAMERA REVIEW**

On June 28, 2023, the Court entered a Protocol for Common Benefit Work and Expenses (Dkt. 302) (the “Protocol”). The Protocol sets out requirements and guidance for all common benefit work and expenses by counsel for Plaintiffs. On June 13, 2024, Plaintiffs filed a Report to the Court Seeking Re-Appointment. (Dkt. 923.) On June 24, 2024, the Court set a telephone conference with Plaintiffs’ leadership team. (Dkt. 931.) On the call, the Court asked that Plaintiffs make a further common benefit submission. Plaintiffs are submitting a report to the Court (the “Report”) consistent with that directive.

Some aspects of the Report do contain information that can be shared with the public and Defendants, such as information about the prominent roles that attorneys of color, female attorneys, and attorneys under 30 have performed in this case. However, other information is highly sensitive and should not be shared with Defendants (or the public) because it discloses how Plaintiffs have allocated (and are allocating) their time, resources, and money. Specifically, Attachment A to the Report consists of four charts that (collectively) categorize and summarize the number of hours devoted to this case by Participating Counsel, including breakdowns of hours

by category, by the type of firm (Lead, Liaison, PSC, and non-appointed firms), and by certain time frames. The Report also includes information about Plaintiffs' counsel expenses and the shared litigation fund, including the amount of disbursements from the fund. This information (including the charts attached to the Report) merits submission *in camera*.¹ Indeed, the information is being provided on an interim basis for re-appointment purposes and to demonstrate compliance with the Court's common benefit directives—not as part of a recovery request from a common fund. As the Common Benefit Order itself indicates, eligibility for common benefit recovery “does not predetermine payment of fees and costs[,]” and any awards of gross common benefit fees or costs from any common fund settlement will be subject to Court approval at an appropriate time under the governing standards. (Dkt. 302 at 1–2.)

With these considerations in mind, Plaintiffs respectfully request leave to (a) submit the full version of the Report for *in camera* review only; and (b) correspondingly to file publicly (and serve Defendants with) a version of the Report that redacts the sensitive information noted above (including Attachment A in full and targeted redactions in the text).²

Plaintiffs asked Defendants for their position on the relief requested. Defendants stated they did not have enough information or time to form a position because they had less than two hours to respond, and that they will evaluate what Plaintiffs filed and reserve all rights to oppose.

¹ See, e.g., *In re Zantac (Ranitidine) Products Liab. Litig.*, No. 20-md-2924, 2020 WL 4429690, at *16 (S.D. Fla. July 31, 2020) (ordering that time, costs, and expense updates, along with litigation fund accounting, be submitted *in camera*); *In re Fairlife Milk. Procs. Mktg. & Sales Prac. Litig.*, No. 19-cv-3924, 2020 WL 362788, at *4 (N.D. Ill. Jan. 22, 2020) (providing that time and expense information be provided *in camera* as directed by the Court).

² Plaintiffs are transmitting the full filing directly to chambers.

Dated: September 20, 2024

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Plaintiffs' Steering Committee Counsel for Plaintiffs

CERTIFICATE OF SERVICE

I hereby certify that on September 20, 2024, I caused the foregoing to be electronically filed with the Clerk of the Court using the CM/ECF system, which will send notification of such filing to the email addresses denoted on the Electronic Mail Notice List.

/s/ Tricia R. Herzfeld
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